

SUPPLEMENTAL MORTGAGE

7525-B
RECORDATION NO. Filed & Recorded

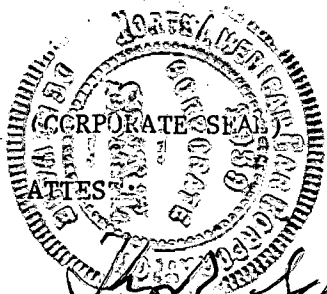
JUL 10 1975-11 10 AM

INTERSTATE COMMERCE COMMISSION

THIS SUPPLEMENTAL MORTGAGE, dated as of July 1, 1975, is executed by NORTH AMERICAN CAR CORPORATION, a Delaware corporation (the "Mortgagor"), and HARRIS TRUST AND SAVINGS BANK, an Illinois corporation (the "Mortgagee"), as Trustee for the Purchasers under a Restated Note Agreement dated as of May 1, 1974.

The Mortgagor does hereby pledge, mortgage, and grant a first mortgage security interest unto the Mortgagee, as Trustee aforesaid, in and to the railroad cars described in Exhibit A attached hereto.

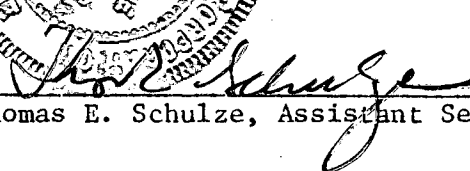
This Supplemental Mortgage is entered into in accordance with Article 1 of the Equipment Mortgage dated as of May 1, 1974 between the Mortgagor and the Mortgagee, which Equipment Mortgage was recorded at the Interstate Commerce Commission under §20(c) of the Interstate Commerce Act and given Recordation No. 7525 on May 31, 1974, at 3:15 p.m.



NORTH AMERICAN CAR CORPORATION

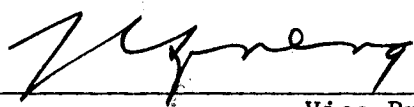
By


John E. Flynn, Vice President


Thomas E. Schulze, Assistant Secretary

HARRIS TRUST AND SAVINGS BANK

By


Vice President


Assistant Secretary

STATE OF ILLINOIS)
) SS:
COUNTY OF COOK)

On this First day of July, 1975, before me personally appeared JOHN E. FLYNN, to me personally known, who being by me duly sworn says that he is Vice President of NORTH AMERICAN CAR CORPORATION, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(SEAL)

My Commission Expires: 3/16/79

Alice R. Noble
Notary Public

STATE OF ILLINOIS)
) SS:
COUNTY OF COOK)

On this 2nd day of July, 1975, before me personally appeared J. L. SPRENG, to be personally known, who being by me duly sworn says that he is Vice President of HARRIS TRUST AND SAVINGS BANK, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(SEAL)

My Commission Expires: SEPTEMBER 2, 1975

J. M. Moennich
Notary Public

EXHIBIT A

<u>NUMBER</u>	<u>DESCRIPTION</u>	<u>SERIAL NUMBERS</u>
198	80-foot flat cars	247-258 260-273 275-366 368-447
140	Class RB, 44-foot super insulated cars	2100-2115 2117 2119-2136 2138-2141 2143 2146-2154 2156-2167 2170-2174 2176-2201 2203-2210 2212-2217 2219-2223 2225-2231 2233-2254
1	70-ton, 16,000 gallon capacity box car	16200
2	70-ton, 10,000 gallon capacity tank cars	19804-19805
1	100-ton, 21,000 gallon capacity tank car	21197
7	50-ton covered hopper cars	30046-30047 30049-30053
12	70-ton covered hopper cars	31287-31291 31361-31365 31367-31368
5	70-ton covered hopper cars	33075-33079
1	100-ton, 34,000 gallon capacity tank car	35008
<u>3</u>	70-ton covered hopper cars	80076-80078
<u><u>370</u></u>		